

TYLER TECHNOLOGIES INC

Form 4

September 02, 2016

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MARR JOHN S JR

2. Issuer Name **and** Ticker or Trading  
Symbol  
TYLER TECHNOLOGIES INC  
[TYL]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
370 US ROUTE 1  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/31/2016

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President and CEO

PALMOUTH, ME 04105

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/31/2016		M	V Amount (A) or (D) Price 11,010 A \$ 16.33 (1)	382,447	D (2)	
Common Stock	08/31/2016		S	11,010 D \$ 165.65	371,437	D (2)	
Common Stock	09/01/2016		M	990 A \$ 16.33 (1)	372,427	D (2)	
Common Stock	09/01/2016		S	990 D \$ 165.35	371,437	D (2)	
Common Stock	09/02/2016		M	12,000 A \$ 16.33 (1)	383,437	D (2)	

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Common Stock      09/02/2016      S      12,000      D      \$ 168.45      371,437      D (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Option	\$ 16.33	08/31/2016		M	11,010	<u>(3)</u> 06/15/2019	Common Stock	11,010
Option	\$ 16.33	09/01/2016		M	990	<u>(3)</u> 06/15/2019	Common Stock	990
Option	\$ 16.33	09/02/2016		M	12,000	<u>(3)</u> 06/15/2019	Common Stock	12,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARR JOHN S JR 370 US ROUTE 1 PALMOUTH, ME 04105	X		President and CEO	

## Signatures

/s/ John S. Marr,  
Jr.      09/02/2016

\_\_\_\_\_  
Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Acquired through the exercise of stock options

Includes indirect ownership of: (a) 28,000 shares held in a descendant's trust, in which Mr. Marr is deemed to have shared voting power;

(2) and (b) 99,527 shares held in a partnership in which Mr. Marr is the general partner. The partnership is owned 99% by a trust, in which Mr. Marr's children are the beneficiaries, and 1% by the general partner.

(3) Option has graded vesting. Date exercisable will vary with each vesting tranche.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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